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17 *(additional counsel listed on signature page)*

18 UNITED STATES DISTRICT COURT
19 CENTRAL DISTRICT OF CALIFORNIA

20 In Re:
21 TOYOTA MOTOR CORP.
22 UNINTENDED ACCELERATION
23 MARKETING, SALES PRACTICES,
24 AND PRODUCTS LIABILITY
25 LITIGATION

26 THIS DOCUMENT RELATES TO:
27 ALL ECONOMIC LOSS CASES

Case No. 8:10-ML-2151-JVS-FMO

**OBJECTORS ANGELA C. BOLES,
WAYNE HARRIS, AND JULIE
RAINWATER'S NOTICE OF
MOTION AND MOTION FOR
LEAVE TO FILE A SUR-REPLY IN
SUPPORT OF THEIR OBJECTION
TO FINAL APPROVAL OF CLASS
ACTION SETTLEMENT AND
MEMORANDUM IN SUPPORT**

Date: June 14, 2013

Time: 9:00 a.m.

Courtroom: 10C

Judge: Hon. James V. Selna

PLEASE TAKE NOTICE that on June 14, 2013, at 9:00 a.m., in Courtroom 10C of the United States District Court for the Central District of California, Southern Division, Objectors Angela C. Boles, Wayne Harris, and Julie Rainwater (collectively, "Objectors"), by and through counsel, will, and hereby do, move for leave to file a Sur-Reply in support of their Objection to final approval of the proposed Settlement in the December 26, 2012 Settlement Agreement [Doc. #3342-1] ("Settlement"). Objectors' Motion shall be based upon this Notice of Motion and Motion, the accompanying Memorandum, the proposed Sur-Reply attached hereto as Exhibit 1, the Court's record in this matter, and such additional evidence as may be presented.

Date: June 10, 2013

Respectfully submitted,

By: /s/ Ben Barnow

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*One of the Attorneys for Objectors Angela
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MEMORANDUM

Class Members and Objectors Angela C. Boles, Wayne Harris, and Julie Rainwater (collectively, “Objectors”) file this Motion for Leave to file a Sur-Reply in support of their Objection to final approval of the proposed Settlement. Objectors respectfully request leave to file their brief Sur-Reply (Exhibit A) for the following reasons:

First, after Objectors filed their Objection (Doc. #3594), the Settling Parties, for the first time, requested that material changes be made to the proposed Settlement. *See* Co-Lead Plaintiffs’ Counsel’s Reply Memorandum (Doc. #3731). Objectors seek leave to file their Sur-Reply to address Settling Parties’ requested changes to the proposed Settlement.

Second, the Settling Parties’ Reply Memoranda make material representations about the propriety, development, and status of the proposed Settlement. Objectors also seek leave to file their Sur-Reply to fully apprise the Court of all of the facts relevant to the proposed Settlement, some of which are not currently in the record.

Finally, in their Reply Memorandum, Co-Lead Plaintiffs’ Counsel incorrectly reference the conduct of one of Objectors’ counsel, and cause disparagement, in what must be an effort to draw the Court’s attention away from a material aspect of the proposed Settlement—to wit, it does not compensate Objectors and other similarly situated Settlement Class Members for the lost use of their driver’s side floor mats and related damages. *See* Doc. #3731 at 54 n.164. Such an attempt, and falsity, should not go unanswered.

As part of a floor mat recall, Toyota directed Objectors and other similarly situated Settlement Class Members to remove the driver’s side floor mats from their Toyota and await further instructions regarding replacement floor mats. They never received a follow-up communication from Toyota, nor were they

1 compensated for their damages—which is a material part of their Objection.

2 Without providing any close-to-adequate analysis or supporting evidence to
3 the Court, the Settling Parties appear to claim that all Class Members were
4 compensated for their lost floor mat usage and related damages under the Toyota
5 floor mat recall. That is not so. Further, Co-Lead Plaintiffs’ Counsel argue that
6 Objectors have somehow waived this part of their Objection and disparage
7 Objectors’ counsel in the process. Besides disrupting the civility of these
8 proceedings, Co-Lead Plaintiffs’ Counsel’s statements are not true and the email
9 correspondence attached to the proposed Sur-Reply refutes their statements.

10 Objectors, therefore, also seek leave to file their Sur-Reply to apprise the
11 Court of the truth of the matter and its impact on the proposed Settlement,
12 including the significant claims and rights that are slated to be extinguished under
13 the Settlement.

14 This motion is not filed for delay, but so that the Court may be apprised of
15 the truth regarding certain issues, that Class Members may receive the maximum
16 compensation possible for their losses, and that the record will be complete and
17 accurate. *See Nomadix, Inc. v. Hewlett-Packard Co.*, 838 F. Supp. 2d 962, 963 n.2
18 (C.D. Cal. 2012) (in the interest of having a complete record, court considered a
19 sur-reply). Counsel for Objectors have sought but not obtained counsel for the
20 Settling Parties’ consent to the filing of this motion.

21 WHEREFORE, Objectors respectfully request that the Court grant them
22 leave to file the attached proposed Sur-Reply, and enter such other relief as the
23 Court deems just and appropriate.

1 Dated: June 10, 2013

Respectfully submitted,

2 By: /s/ Ben Barnow

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of Objectors' Angela C. Boles, Wayne Harris, and Julie Rainwater's Motion for Leave to File a Sur-Reply in Support of their Objection to Final Approval of the Class Action Settlement and Memorandum in Support was served on all counsel of record, via electronic delivery by the Court's ECF System, on June 10, 2013.

/s/ Ben Barnow

Ben Barnow

*One of the Attorneys for Objectors Angela
C. Boles, Wayne Harris, and Julie
Rainwater*